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Counsel for Easy Street Partners, LLC

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re:)	
)	
EASY STREET HOLDING, LLC, <i>et al.</i> ,)	Bankruptcy Case No. 09-29905
)	Jointly Administered with Cases
Debtors.)	09-29907 and 09-29908
)	
Address: 201 Heber Avenue)	Chapter 11
Park City, UT 84060)	
)	Honorable R. Kimball Mosier
Tax ID Numbers:)	
35-2183713 (Easy Street Holding, LLC),)	
20-4502979 (Easy Street Partners, LLC), and)	
84-1685764 (Easy Street Mezzanine, LLC))	

**APPLICATION OF CROWELL & MORING LLP AND DURHAM
JONES & PINEGAR TO WITHDRAW AS CO-COUNSEL FOR EASY
STREET MEZZANINE, LLC AND EASY STREET HOLDING, LLC**

Pursuant to Rule 2091-1(b) of this Court's Local Rules of Practice, Crowell & Moring
LLP ("C&M") and Durham Jones & Pinegar ("DJP") apply to withdraw as counsel for Easy

Street Mezzanine, LLC (“ESM”) and Easy Street Holding, LLC (“ESH”), and respectfully represent as follows:

1. On September 14, 2009, Easy Street Partners, LLC (“ESP”), ESM and ESH each filed a voluntary petition in this Court under chapter 11 of the United States Code. C&M was approved as co-counsel for ESP, ESM, and ESH by Order dated October 22, 2009. DJP was approved as co-counsel for ESP, ESM, and ESH by Order entered October 23, 2009.

2. On July 2, 2010, the Court entered its Order (the “Confirmation Order”) confirming the Amended Plan of Reorganization of Easy Street Partners, LLC and WestLB, AG Dated June 16, 2010 (the “Confirmed Plan”), which became effective on July 27, 2010.

3. On December 23, 2010, C&M moved to withdraw as counsel for ESP (the “Withdrawal Motion”). By order dated December 28, 2011, this court granted the Withdrawal Motion. DJP agreed to remain as counsel for ESP for limited purposes that Heber Avenue, LLP, the reorganized debtor under the Confirmed Plan, requested.

4. ESP is 100% owned by ESM. ESH is the 100% owner and managing member of ESM. Michael Feder, representing Park City I, LLC, Philo Smith, Jr., representing the Philo Smith Jr. Trust, and William Shoaf, representing CloudNine Resorts, LLC are the co-managers of ESM and ESH. The members of ESH are Park City I, LLC, Philo Smith Jr. Trust, Alchemy Ventures Trust and CloudNine Resorts, LLC. Elizabeth Rad is a member of Park City I, LLC.

5. On December 27, 2010, Philo Smith, William Shoaf and Michael Feder, the managers of ESM and ESH, adopted resolutions that (i) assigned to Elizabeth Rad the authority to complete the chapter 11 cases and litigate ESH’s and ESM’s claims in the adversary proceedings against BayNorth Realty Fund VI, Limited Partnership (the “BayNorth Adversary Proceeding”) and David Wickline, *et al.* (the “Wickline Adversary Proceeding,” together with

the BayNorth Adversary Proceeding, the “Adversary Proceedings”) on behalf of ESM and ESH based on the agreement that Ms. Rad will be funding the litigation costs and expenses of these Adversary Proceedings, and (ii) a successor law firm shall be retained by ESM and ESH and substitute in and replace C&M and DJP in both the bankruptcy cases of ESM and ESH and in the prosecution of the Adversary Proceedings.

6. The only remaining assets of ESM and ESH are the Adversary Proceedings.

7. Ms. Rad has advised C&M and that she is replacing C&M and DJP with new counsel to prosecute the Adversary Proceedings, but she has not yet advised C&M or DJP of the identity of that new counsel. DJP has not been contacted by Ms. Rad.

8. On December 30, 2010, C&M requested in writing from Ms. Rad the name of the successor firm in order to transition files to them. C&M has continued to attempt to contact Ms. Rad to find out who substitute counsel is and for consent for C&M and DJP to withdraw as counsel; however, these calls and emails have not been returned.

9. Local Rule 2091-1(b)(2) requires that, if counsel has not obtained the written consent of the client, counsel must serve the application to withdraw on the client and on all other parties or their counsel. C&M and DJP have done so. They have also notified the client in writing the status of the case and proceedings, including the dates and times of any scheduled court proceedings, pending compliance with existing court orders, and the possibility of sanctions.

WHEREFORE, C&M and DJP request that the Court authorize them to withdraw as counsel for ESM and ESH.

Dated: January 13, 2011.

DURHAM JONES & PINEGAR, P.C.

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Mezzanine Holding, LLC

CERTIFICATE OF SERVICE

I hereby certify that the foregoing Application of Crowell & Moring LLP and Durham Jones & Pinegar to Withdraw as Counsel for Easy Street Mezzanine, LLC and Easy Street Holding, LLC was served this 13th day of January, 2011, via ECF Notification and/or first-class mail, postage prepaid, or email, as applicable, on the following parties:

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/s/ Kristin Hughes